

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,

Plaintiff Docket Number:

vs.

**PACIFIC SCIENTIFIC COMPANY, a
corporation;**

Defendant

STIPULATION

It is stipulated by and between the undersigned parties, by their respective attorneys, as follows:

(1) The Court has jurisdiction over the subject matter of this action and over each of the parties hereto, and venue of this action is proper in the District for the District of Columbia.

(2) The parties stipulate that a Final Judgment in the form hereto attached may be filed and entered by the Court, upon the motion of any party or upon the Court's own motion, at any time after compliance with the requirements of the Antitrust Procedures and Penalties Act (15 U.S.C. § 16), and without further notice to any party or other proceedings, provided that plaintiff has not withdrawn its consent, which it may do at any time before the entry of the proposed Final Judgment by serving notice thereof on defendant and by filing that notice with the Court.

(3) Pacific Scientific shall abide by and comply with the provisions of the proposed Final Judgment pending entry of the Final Judgment, and shall, from the date of the signing of this

Stipulation, comply with all the terms and provisions of the proposed Final Judgment as though the same were in full force and effect as an order of the Court.

(4) Pacific Scientific shall prepare and deliver reports in the form required by the provisions of paragraph B of Section VII of the proposed Final Judgment commencing no later than February 29, 1996, and every thirty days thereafter pending entry of the Final Judgment.

(5) In the event plaintiff withdraws its consent, as provided in paragraph 2 above, or if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall be of no effect whatever, and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding.

Dated: January __, 1996

FOR PLAINTIFF UNITED STATES OF
AMERICA:

FOR THE DEFENDANT PACIFIC
SCIENTIFIC COMPANY:

Craig W. Conrath
Attorney
U.S. Department of Justice
Antitrust Division
Merger Task Force
1401 H Street, N.W.
Washington, D.C. 20005
Company
(202) 307-5779

Donald I. Baker
Baker & Miller, PLLC
700 Eleventh Street, N.W.
Suite 615
Washington, D.C. 20004
(202) 637-9499
Attorney For Pacific Scientific